MARVEL COMICS
SPIDER-MAN
THE ARACHNIS PROJECT
1ST ISSUE IN A SIX ISSUE LIMITED SERIES!
STYX™ AND STONE™ MAY BREAK YOUR BONES BUT THE JURY™ WILL DESTROY YOU!
© 1994 MARVEL ENT. GROUP, INC.
$1.75 US
$2.35 CAN
1
AUG
APPROVED BY THE COMICS CODE
AUTHORITY
WILD MAN
DIRECT EDITION
7 59606 01584 9 00111

BITTEN BY A RADIOACTIVE SPIDER, STUDENT PETER PARKER GAINED THE PROPORTIONATE STRENGTH AND AGILITY OF AN ARACHNID! ARMED WITH HIS WONDROUS WEB-SHOOTERS, THE RELUCTANT SUPER HERO STRUGGLES WITH SINISTER SUPER-VILLAINS, MAKING ENDS MEET, AND MAINTAINING SOME SEMBLANCE OF A NORMAL LIFE! STAN LEE PRESENTS . . .

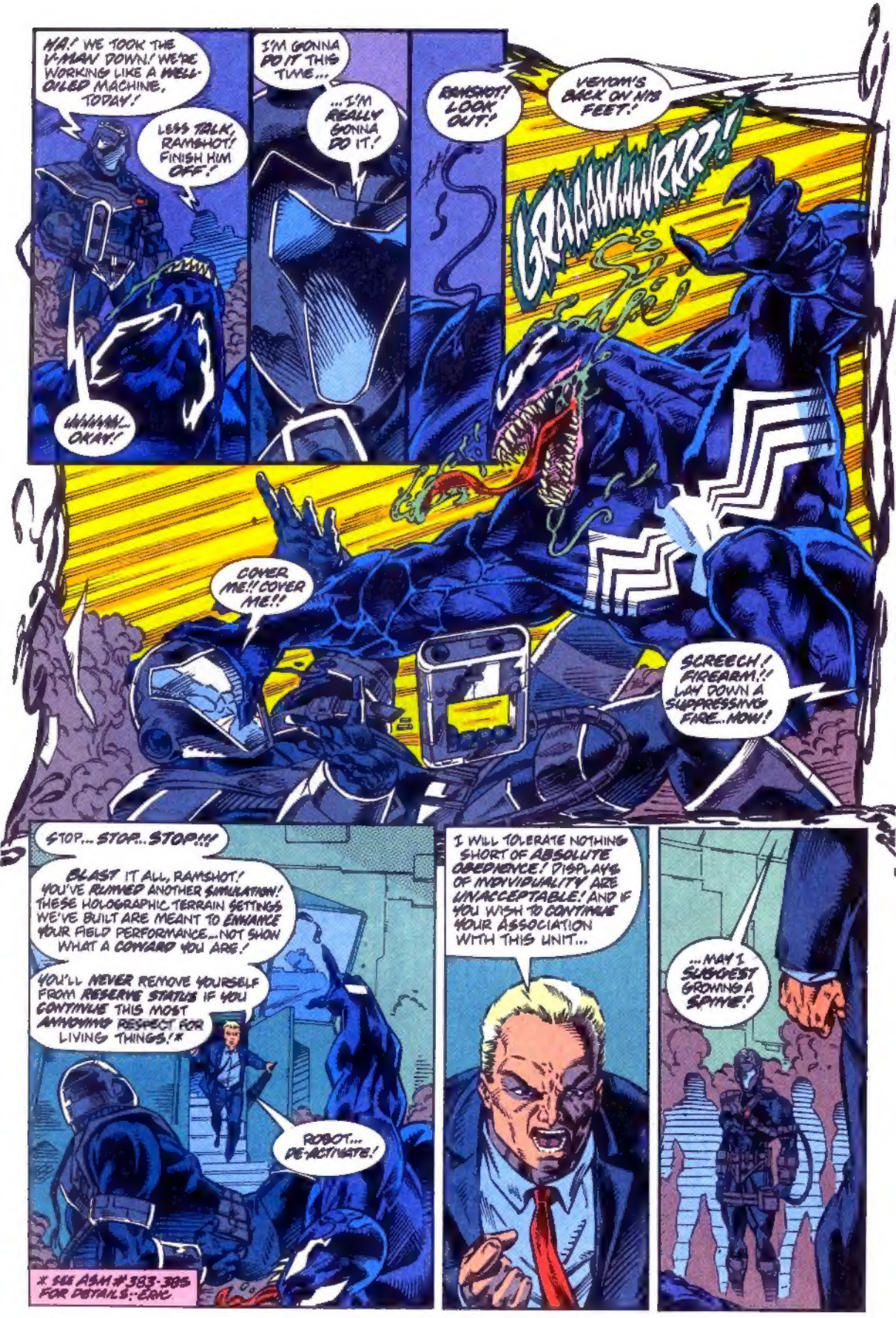
SPIDER-MAN!

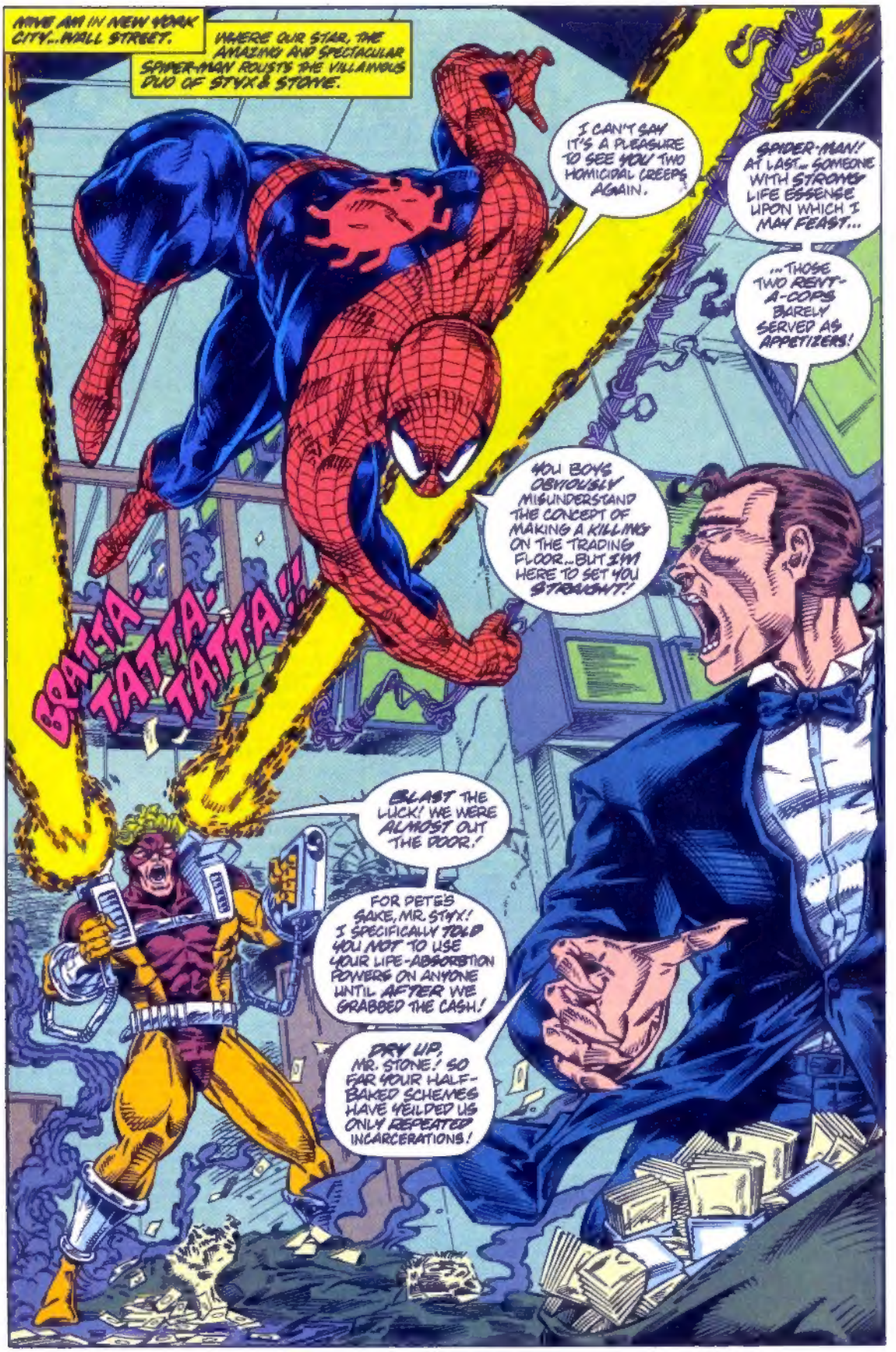
SPIDER-MAN®: THE ARACHNIS PROJECT Vol. 1, No. 1, August, 1994. Published by MARVEL COMICS, Terry Stewart, President. Stan Lee, Publisher. Michael Hobson, Group Vice President, Publishing. OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEWYORK, NY 10016. Published monthly. Copyright © 1994 Marvel Entertainment Group, Inc. All rights reserved. Price $1.75 per copy in the U.S. and $2.35 in Canada. GST #R127032852. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by uthorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. SPIDER-MAN (including all prominent characters featured in this issue and the distinctive likenesses thereof) is a trademark of MARVEL ENTERTAINMENT GROUP, INC. PRINTED IN USA.

SONIC WEAPONS ARE CRANKED UP TO ELEVEN OUT OF A POSSIBLE TEN.! LET'S FRY THIS GEEK IN HIS OWN SLIMY JUICES.!
BETTER YET, LET'S CRAM ONE OF THOSE SUPPORT PILLARS DOWN HIS THROAT AND DO HIM ROTISSERIE STYLE.!
COOL YOUR JETS, SCREECH.!
OKAY BOYS, LET'S DO THIS ONE BY THE NUMBERS.! FIREARM.! RETAIN FLANKING POSITION.!
CAN DO, SENTRY.!
RAMSHOT.! BOMBLAST.! ARE YOU SET WITH THAT ORDNANCE?
RRR AAWRRK.!!

THE ARACHNIS PROJECT
PART ONE
TIES THAT BIND!
A SPIDER-JAM BY:
MIKE LACKEY
WRITER
ANDREW WILDMAN
BREAKDOWNS
STEPHEN BASKERVILLE
FINISHES
CARLA-CHI WONG
COLORIST
JOSE MOEDE
LETTERER
ERIC FEHY
EDITOR
DANNY FINGEROTH
GROUP EDITOR
TOM DEFALCO
EDITOR IN CHIEF
FLETCHETTE WEAPONRY ARMED AND READY TO ROCK 'N ROLL!
CIVILIANS HAVE BEEN EXFILTRATED FROM OUR FIRE ZONE!
ENJOY BREATHING WHILE YOU CAN, SYMBIOTE!
OL' BOMBLAST HERE'S GOT A PLASMA BOLT WITH YOUR NAME ON IT!

HE'S BROKEN THROUGH OUR DEFENSIVE PERIMETER...HEADED FOR THAT GASOLINE TRUCK! SHOULDER ALL EXPLOSIVE WEAPONS!
PLOONT!!
SKOOOOSSHH!
YOU'RE UP, SCREECH!
WE'VE GOT VOLATILE FLUIDS SPILLING ALL OVER THE MACADAM!
I SAY WE IMPROVISE...TAKE ADVANTAGE OF THE SITUATION!
BOMBLAST... FIREARM.... DON'T SHOOT!
SCRATCH ONE SYMBIOTE.
YOU IRRESPONSIBLE IDIOTS! YOU COULD'VE KILLED US ALL!
DIDN'T, THOUGH. NEH! LOOK- IT HIM SQUIRM!
TOO LATE, BOSS-MAN! SUSTAINED BURST... NOW!!
BRA-GOOM!
SPLAT!
LET'S FINISH THIS BOMBLAST... HIT HIM WITH THE BIG GUNS!
SCREECH, USE THE SONIC BLASTERS!
WAY AHEAD OF YOU, TINHEAD!
*%#@ IT, SCREECH...WE'RE A TEAM! START BEING A PART OF IT!
FIREARM... HIT HIM WITH THAT WHITE HOT FLAME!
RAWG!


HA! WE TOOK THE V-MAN DOWN! WE'RE WORKING LIKE A WELL-OILED MACHINE, TODAY!
LESS TALK, RAMSHOT! FINISH HIM OFF!
UHHHH... OKAY!
I'M GONNA DO IT THIS TIME...
...I'M REALLY GONNA DO IT!
RAMSHOT! LOOK OUT!
VENOM'S BACK ON HIS FEET!
GRAAAWWWRRR!
COVER ME!! COVER ME!!
SCREECH! FIREARM!! LAY DOWN A SUPPRESSING FIRE...NOW!
STOP... STOP... STOP!!!
BLAST IT ALL, RAMSHOT! YOU'VE RUINED ANOTHER SIMULATION! THESE HOLOGRAPHIC TERRAIN SETTINGS WE'VE BUILT ARE MEANT TO ENHANCE YOUR FIELD PERFORMANCE...NOT SHOW WHAT A COWARD YOU ARE!
YOU'LL NEVER REMOVE YOURSELF FROM RESERVE STATUS IF YOU CONTINUE THIS MOST ANNOYING RESPECT FOR LIVING THINGS!*
ROBOT... DE-ACTIVATE!
* SEE ASM #383-385 FOR DETAILS:-ERIC
I WILL TOLERATE NOTHING SHORT OF ABSOLUTE OBEDIENCE! DISPLAYS OF INDIVIDUALITY ARE UNACCEPTABLE! AND IF YOU WISH TO CONTINUE YOUR ASSOCIATION WITH THIS UNIT...
...MAY I SUGGEST GROWING A SPINE!

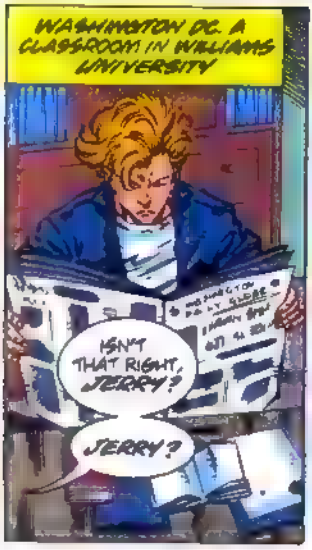

HERE AM IN NEW YORK CITY...WALL STREET.
WHERE OUR STAR, THE AMAZING AND SPECTACULAR SPIDER-MAN ROUSTS THE VILLAINOUS DUO OF STYX & STONE.
I CAN'T SAY IT'S A PLEASURE TO SEE YOU TWO HOMICIDAL CREEPS AGAIN.
SPIDER-MAN! AT LAST... SOMEONE WITH STRONG LIFE ESSENCE UPON WHICH I MAY FEAST...
...THOSE TWO RENT-A-COPS BARELY SERVED AS APPETIZERS!
YOU BOYS OBVIOUSLY MISUNDERSTAND THE CONCEPT OF MAKING A KILLING ON THE TRADING FLOOR...BUT I'M HERE TO SET YOU STRAIGHT!
TATTA-TATTA-TATTA!!
BLAST THE LUCK! WE WERE ALMOST OUT THE DOOR!
FOR PETE'S SAKE, MR. STYX! I SPECIFICALLY TOLD YOU NOT TO USE YOUR LIFE-ABSORBTION POWERS ON ANYONE UNTIL AFTER WE GRABBED THE CASH!
DRY UP, MR. STONE! SO FAR YOUR HALF-BAKED SCHEMES HAVE YEILDED US ONLY REPEATED INCARCERATIONS!

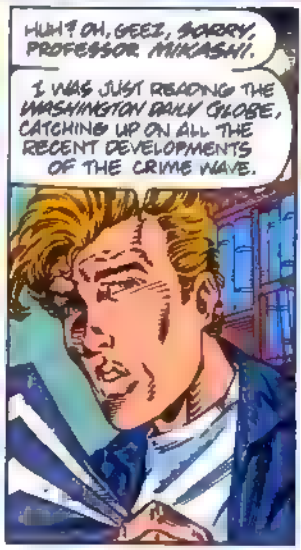
CURSE YOU, MR. STYX! YOU'RE NOT FOLLOWING THE PLAN!
HOW CAN THE PLAN WORK IF YOU DON'T FOLLOW IT?!
IT WAS NEVER MY PLAN, MR. STONE!
YOU KNOW HOW TEMPTING I FIND IT BEING SURROUNDED BY ALL THESE FAT JUICY YUPPIES!
IT'S LIKE THEY'RE BEGGING ME TO DRAIN THE LIFE OUT OF THEM!
DISGUSTING... JUST DISGUSTING. YOU TWO GOONS KEEP COMING BACK TO AGAINST ME NO MATTER HOW MANY TIMES I PUT YOU AWAY.
DO YOU HAVE ANY IDEA HOW FRUSTRATING IT IS TO KEEP PLAYING BY THE RULES AND STILL KEEP COMING UP SHORT?
OF COURSE NOT!
WE'RE BAD GUYS!
BRATTA-TATTA-TATTA-TATTA!!!
GET YOUR HEAD DOWN, MR. STYX! I'VE GOT HIM IN MY SIGHTS!
OWCH! THAT WAS TOO CLOSE!
ARRRGH!

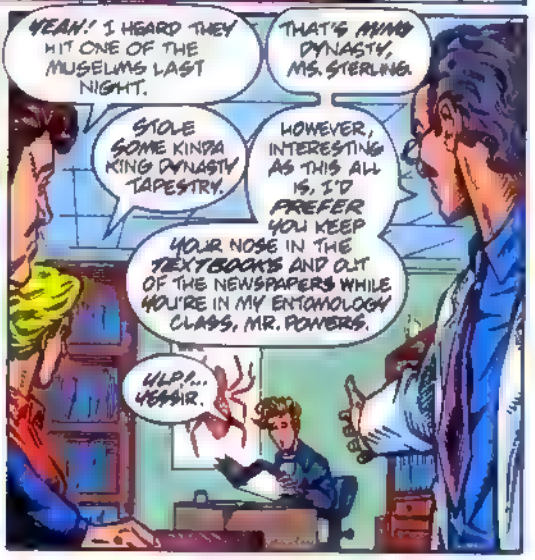
OH, NO!! I TOLD YOU NOT TO LET THE BLOODLUST STIR YOU UP AGAIN! THIS ALWAYS HAPPENS!
NOW I'VE GONE AND... AND HE'S DOWN...!
WHY WON'T HE EVER LISTEN TO ME?
WHEN WILL HE EVER LEARN?!
AHEM...
YOU AGAIN?! GIVE IT UP, SPIDER-MAN!
NICE GUYS FINISH LAST!
SMAK
UNGH!
NEWSFLASH...
THWOK!
...SPIDEY ISN'T A NICE GUY ANYMORE.
THAT WEBBING OUGHTA HOLD THESE UNCONSCIOUS IDIOTS UNTIL NEW YORK'S FINEST ARRIVE.
AND AS FOR YOU, STONE...
...HE WHO HESITATES GETS HIS BUTT KICKED!

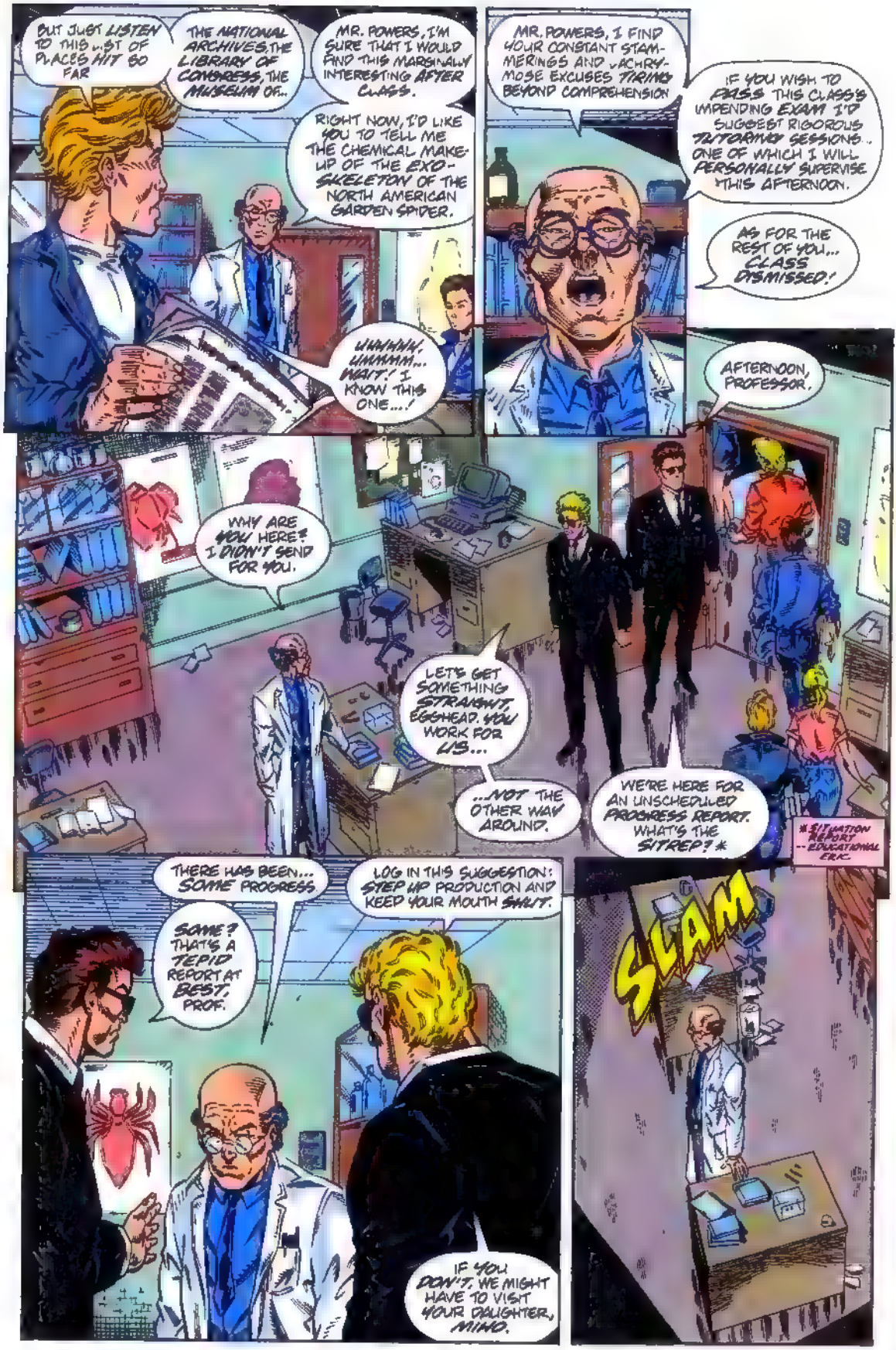
LOOK! IT'S SPIDER-MAN!
C'MON, GUYS...LET'S ALL...!
BACK OFF, YUPPIES!
JUST KEEP YOUR DISTANCE!
I'VE GOT A FACEFUL OF WEBBING RESERVED FOR THE FIRST POWER-LUNCHER WHO MAKES A FUNNY MOVE.
YOU'VE GOT US ALL WRONG, SPIDEY!
WE WANNA THANK YOU!
WHAT COULD WE POSSIBLY DO TO SHOW YOU OUR APPRECIATION!?
WELL...YOU COULD OFFER UP SOME HOT STOCK TIPS.
NO PROBLEMO, MR. S!
AVOID CAPITAL GAINS STOCKS. THEY'RE SINKING LIKE A ROCK.
SOME NEW CRIME WAVE IN WASHINGTON D.C. IS MESSING EVERYTHING UP!
SHEESH... I WAS ONLY KIDDING.
OOOOHWWWHAH
HOW ABOUT IT, NATURE BOY? KNOW ABOUT ANY WASHINGTON D.C. CRIME WAVE?
WHY DON'T YOU TAKE A LONG SWING OFF A SHORT WEB?
COME ON, STONE. YOU AND STYX HAVE WORKED FOR EVERY TWO LEGGED SKUNK ON THE EAST COAST.
SPILL IT.
FEEL FREE TO CONSIDER THIS PAPERWEIGHT AS A VISUAL METAPHOR FOR YOUR SKULL.
CRUNCH
UH...OKAY
STYX AND I WERE CONTACTED SOME MONTHS AGO, BY A "SECRET SOCIETY" BASED IN WASHINGTON D.C. THEY WANTED US TO BECOME THEIR STAFF THIEVES," STEALING A VARIETY OF ANTIQUITIES. SET UP AN AUDITION AND EVERYTHING.
WE TURNED THEM DOWN!
HOW COME?
WE'RE TOP-NOTCH TALENT! WE DON'T "AUDITION" FOR ANYBODY!

NOW THAT WAS ODD. IMAGINE A WORLD WHERE TWO LOWLIFES LIKE STYX AND STONE CONSIDER THEMSELVES TOO GOOD TO AUDITION FOR A JOB. NEXT THING YOU KNOW, SUPER-VILLAINS WILL ONLY BE TRYING TO TAKE OVER THE NICE PARTS OF THE WORLD.
STILL, THIS MIGHT BE SOMETHING WORTH INVESTIGATING. WHY WOULD SOMEONE BE RECRUITING SUPER-VILLAINS TO STEAL ANTIQUITIES?
USUALLY, I'D SAY THIS SORT OF THING WOULD BE THE WORK OF THE BLACK FOX. BUT HE WORKS SOLO... AND HE'D NEVER ASSOCIATE WITH A COUPLE OF BUMS LIKE STYX AND STONE.
MAYBE I SHOULD ZIP DOWN TO THE CAPITAL TO FIND OUT!
YEAH... RIGHT. I CAN BARELY AFFORD LAUNDRY SOAP TO WASH OUT MY COSTUME, LET ALONE A PLANE TICKET TO D.C. NOT TO MENTION THE TIME AWAY FROM AUNT MAY.
ALTHOUGH... MAYBE IF I CAN CONVINCE THE EVER GENEROUS PUBLISHER OF THE DAILY BUGLE THAT I COULD GET SOME EXCLUSIVE SHOTS FOR HIS EVENING EDITION I COULD WEASEL SOME BUS FARE OUT OF HIM.


WASHINGTON DC. A CLASSROOM IN WILLIAMS UNIVERSITY
ISN'T THAT RIGHT, JERRY?
JERRY?


HUH? OH, GEEZ, SORRY, PROFESSOR MIKASHI.
I WAS JUST READING THE WASHINGTON DAILY GLOBE, CATCHING UP ON ALL THE RECENT DEVELOPMENTS OF THE CRIME WAVE.


YEAH! I HEARD THEY HIT ONE OF THE MUSEUMS LAST NIGHT.
THAT'S MING DYNASTY, MS. STERLING.
STOLE SOME KINDA KING DYNASTY TAPESTRY.
HOWEVER, INTERESTING AS THIS ALL IS, I'D PREFER YOU KEEP YOUR NOSE IN THE TEXTBOOKS AND OUT OF THE NEWSPAPERS WHILE YOU'RE IN MY ENTOMOLOGY CLASS, MR. POWERS.
ULP!... YESSIR.


BUT JUST LISTEN TO THIS ..ST OF PLACES HIT SO FAR
THE NATIONAL ARCHIVES, THE LIBRARY OF CONGRESS, THE MUSEUM OF..
MR. POWERS, I'M SURE THAT I WOULD FIND THIS MARGINALLY INTERESTING AFTER CLASS.
RIGHT NOW, I'D LIKE YOU TO TELL ME THE CHEMICAL MAKE-UP OF THE EXO-SKELETON OF THE NORTH AMERICAN GARDEN SPIDER.
UHHHHH, UMMMM... WAIT! I KNOW THIS ONE...!
MR. POWERS, I FIND YOUR CONSTANT STAMMERINGS AND ACHRYMOSE EXCUSES TIRING BEYOND COMPREHENSION
IF YOU WISH TO PASS THIS CLASS'S IMPENDING EXAM I'D SUGGEST RIGOROUS TUTORED SESSIONS.. ONE OF WHICH I WILL PERSONALLY SUPERVISE THIS AFTERNOON.
AS FOR THE REST OF YOU... CLASS DISMISSED!
AFTERNOON, PROFESSOR.
WHY ARE YOU HERE? I DIDN'T SEND FOR YOU.
LET'S GET SOMETHING STRAIGHT, EGGHEAD. YOU WORK FOR US...
...NOT THE OTHER WAY AROUND.
WE'RE HERE FOR AN UNSCHEDULED PROGRESS REPORT. WHAT'S THE SITREP? *
* SITUATION REPORT -- EDUCATIONAL ERA.
THERE HAS BEEN... SOME PROGRESS
SOME? THAT'S A TEPID REPORT AT BEST, PROF.
LOG IN THIS SUGGESTION: STEP UP PRODUCTION AND KEEP YOUR MOUTH SHUT.
IF YOU DON'T, WE MIGHT HAVE TO VISIT YOUR DAUGHTER, MIND.
SLAM

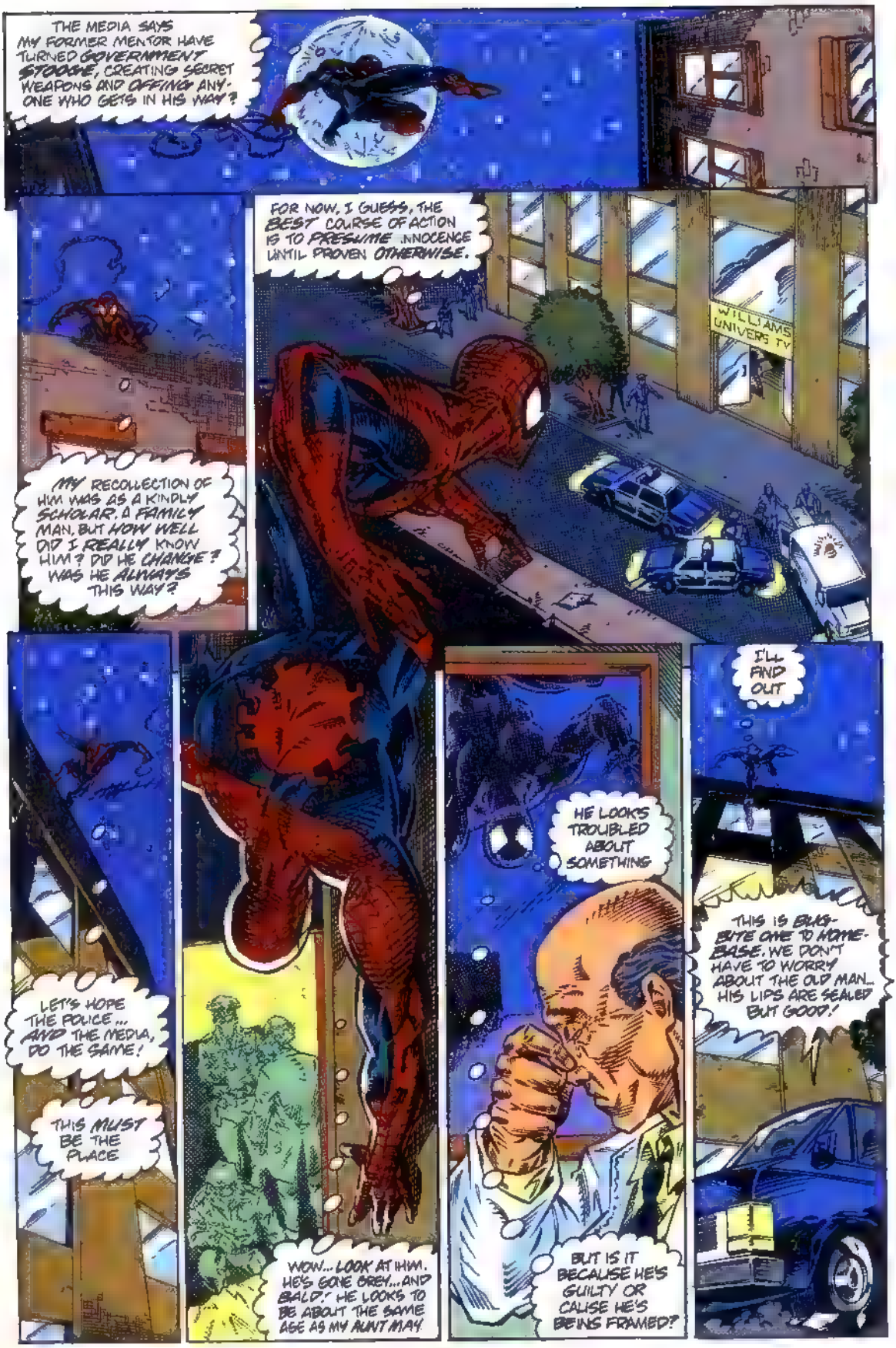
A SECRET UNDERGROUND BUNKER.
KHFF! COUGH! I HOPE YOU FIND THE GARMENTS TO YOUR LIKING, SNEAK THIEF. WE HAD THEM CUSTOM-MADE TO COMPLEMENT YOUR PARTICULAR TALENTS.
YOU DO REALIZE, SNEAK THIEF, THAT THIS FACILITY DOES OFFER MANY AVAILABLE CHANGING ROOMS.
NO PROBLEM, BOYS. I DON'T MIND GIVING THE FREE SHOW SINCE YOU DID SPRING FOR THE OUTFIT.
COUGH! & YOU REALIZE, OF COURSE, THAT SHOULD YOUR AUDITION PROVE SATISFACTORY, THAT WE COULD BUILD A MUTUALLY REWARDING RELATIONSHIP.
KAFF! & THE GENTLEMAN WHO PREVIOUSLY HELD THIS POSITION, CODENAMED SPOILER, HAS SINCE MOVED UP OUR CORPORATE LADDER.
COUGH! & HE WILL ACCOMPANY YOU AND GRADE YOUR PERFORMANCE.
KAFF KAFF! & THIS IS A HOLOGRAM OF A 500 YEAR OLD ASIAN VASE. IT'S CURRENTLY PART OF THE WILLIAMS UNIVERSITY ANTIQUITIES COLLECTION.
YOU'D BETTER TAKE CARE OF THAT COUGH, BUDDY. WANNA LOZENGE? SO... WHAT AM I FILCHING?
NOT FOR LONG.
DON'T TAKE THIS OPPORTUNITY TOO LIGHTLY, SNEAK THIEF.
ALTHOUGH YOU'VE ESTABLISHED SOMETHING OF A REPUTATION HERE IN THE CAPITAL, YOU'RE STILL AN UNTRIED COMMODITY.
SAYS YOU! I'VE GOT WARRANTS OUT ON ME IN TWO STATES!
THEN YOU'RE SURE YOU'RE UP FOR THIS?
OF COURSE I'M SURE!
THE SNEAK THIEF CAN HANDLE ANYTHING YOU THROW AT HER!

MIKASHI'S OFFICE, MOON.
HOW EMBARRASSING, BEING CALLED OUT LIKE THAT IN FRONT OF THE ENTIRE CLASS! AND JUST WHEN I WAS BEGINNING TO SCORE POINTS WITH THAT BLONDE!
BUT AT LEAST IT'S COOL THAT THE PROF'S TAKING HIS OWN LUNCH HOUR JUST TO MAKE SURE I PASS THE EXAM... HUH?
WHAT'S THIS?
MIKASHI'S RATHER RETENTIVE ABOUT CATALOGING HIS SOFTWARE, BUT THIS IS UNLABELED. OH WELL, SINCE HE'S HELPING ME...
I'LL JUST RETURN THE FAVOR.' I'LL POP THIS DISC IN THE MAC, SEE WHAT IT IS AND LABEL IT FOR HIM.
WITH ALL THE THEFTS LATELY, THE ABSENT-MINDED PROFESSOR'D PROBABLY THINK IT'S BEEN STOLEN!
BLIP! ACCESS DENIED.. ENTER PASSWORD.
HMMMMM.. HOW ABOUT "BUG"?
BLIP! ACCESS DENIED.. ENTER PASSWORD.
ARACHNO-PHOBIA?
BLIP! ACCESS DENIED.. ENTER PASSWORD.
...MIHO?
PING!
VOILA!
HUH? WHAT'S THIS... IT'S MARKED "ARACHNIS PROJECT"?
IS THIS WHAT THE PROFESSOR HAS BEEN UP TO AFTER HOURS? IT LOOKS LIKE THE GENETIC BREAKDOWN FOR THE REVERSAL OF...
HUH? IS THAT YOU, PROFESSOR MIKASHI?
I WANTED TO ASK YOU ABOUT THIS...
NO! KEEP BACK! STAY AWAY!
AAAEEE!
WILLIAMS UNIVERSITY

THE ROTTEN APPLE... 4:30 A.M.
SMASH!
THIS IS WHAT YOU GET FOR STICKING UP MY FAVORITE DELI... OUR SPECIALTY OF THE DAY... CHEF'S FAMOUS KNUCKLE-SANDWICH!
I KNOW THIS MAY SEEM HARSH, TOUGH GUY, BUT DO YOU HAVE ANY IDEA HOW HARD IT IS TO GET A DECENT BAGEL IN THIS NEIGHBORHOOD?
MAYBE HE DOESN'T SEE ME!
MAYBE I CAN GET AWAY!
ACTUALLY, I WENT EASY ON YOU... I COULD'VE KNOCKED YOU INTO THE SALAD BAR. SURE, THE LANDING IS SOFTER, BUT OH, THE GERMS!
HEY! LOOK WHO'S RUNNING!
I'M MAPE! GOTTA GET TO THE CAR!
COOL-- MY FAVORITE! A MOVING TARGET!!
THWIPP!
TEN POINTS FOR SPIDEY!
THIS WEBBING HAD BETTER BE HYPOALLERGENIC! MY SKIN'S REALLY SENSITIVE! IF I BREAK OUT IN A RASH I'LL SUE YOUR...!
WHAT'RE YOU LAUGHING AT, WEB-HEAD? YOU'RE SICK! DEMENTED!!
YOU'RE JUST A RED AND BLUE SPANDEX-WEARING LOSER!!
YEAH, YEAH... SAYS THE GUY WEBBED TO THE LAMP POST!

NOW SHUT UP! AT LEAST YOU GET TO WATCH TV UNTIL THE COPS SHOW UP!
...BODY OF LAB STUDENT JERRY POWERS WAS DISCOVERED IN THE WILLIAMS UNIVERSITY OFFICE OF ENTOMOLOGY PROFESSOR TOSHIRO MIKASHI...
WHO?!?!!
...EARLIER TODAY, MIKASHI IS REPUTED TO BE INVOLVED IN SEVERAL GOVERNMENT BLACK PROJECTS INVOLVING BIO-GENETICS, ALTHOUGH MIKASHI, THE NSA, AND THE UNIVERSITY CATEGORICALLY DENY EVERYTHING.
INTERESTINGLY, THE BODY ALTHOUGH DEAD ONLY A SHORT TIME, WAS FOUND IN A SEVERLY DEHYDRATED STATE BORDERING ON MUMMIFICATION. MEDICAL EXAMINERS SAY THE BODY CONTINUES TO BREAK DOWN INTO DUSTY PARTICLES.
POLICE HAVE BEEN INTERVIEWING MIKASHI FOR SEVERAL HOURS NOW, ADMITTING TO BEING BAFFLED BY HOW THE BODY REACHED THIS STATE SO QUICKLY. WHETHER OR NOT THE PROFESSOR WILL BE NAMED AS SUSPECT REMAINS TO BE SEEN.
THIS IS ANNE O'BRIEN FOR I WITNESSED NEWS.
MIKASHI?!? MY COLLEGE BIOLOGY PROFESSOR!? IT'S BEEN YEARS SINCE I'VE EVEN THOUGHT ABOUT THE GUY.
NOW HE'S INVOLVED IN SOME MURDER RAP AND GOVERNMENT CONSPIRACY? IS HE DESIGNING GERM OR CHEMICAL WEAPONS?
COULD HE BE PART OF SOME UNDERGROUND GOVERNMENT ACTIONS? COULD THAT GROUP BE THE SAME ONE STONE MENTIONED? AND WHAT'S A BLACK PROJECT?
EITHER WAY, I CAN'T MAKE EXCUSES ANYMORE.
I HAVE TO GO TO WASHINGTON

DISTRICT OF COLUMBIA, 9 A.M.
IT FEELS GREAT TO BE BACK IN THE SPIDEY TIGHTS AFTER THAT CRAMPED COMMUTER SHUTTLE FLIGHT I GRABBED OUT OF LAGUARDIA. OF COURSE, I MAXED OUT MY CREDIT CARDS TO COVER THE COST!
I'VE ONLY GOT ENOUGH CASH TO COVER ONE NIGHT'S HOTEL EXPENSES... I'LL PROBABLY GET LOTS OF COOL NIGHT AIR WHEN I'M SLEEPING IN THE PARK!
JUST ANOTHER REASON TO SOLVE THIS MYSTERY QUICKLY.
AND THE FEWER PEOPLE WHO SEE SPIDER-MAN DOWN HERE THE BETTER IT'LL BE HARD ENOUGH TO DO THIS WITHOUT THE COPS ON MY TAIL!
I SHOULD BE AT THE WILLIAMS U. CAMPUS IN A FEW MINUTES. SUPPOSEDLY, THEIR SCIENCE AND ANTIQUITY DEPARTMENTS ARE TOP-NOTCH, BOASTING AWESOME COLLECTIONS.
IF I WASN'T HERE ON BUSINESS, I'D LOVE TO SPEND A COUPLE OF DAYS JUST TRAPSING THROUGH THE SMITHSONIAN'S NATURAL HISTORY MUSEUM. I HEAR THEY HAVE A GREAT "SPIDERS" EXHIBIT.
AFTER THAT, MY PLAN BECOMES FIRMLY ENTRENCHED IN THE REALM OF "MAKING IT UP AS I GO ALONG!"


THE MEDIA SAYS MY FORMER MENTOR HAVE TURNED GOVERNMENT STOOGE, CREATING SECRET WEAPONS AND OFFING ANYONE WHO GETS IN HIS WAY?
FOR NOW, I GUESS, THE BEST COURSE OF ACTION IS TO PRESUME INNOCENCE UNTIL PROVEN OTHERWISE.
WILLIAMS UNIVERSITY
MY RECOLLECTION OF HIM WAS AS A KINDLY SCHOLAR, A FAMILY MAN. BUT HOW WELL DID I REALLY KNOW HIM? DID HE CHANGE? WAS HE ALWAYS THIS WAY?
I'LL FIND OUT
HE LOOKS TROUBLED ABOUT SOMETHING
THIS IS BUG-BITE ONE TO HOME-BASE. WE DON'T HAVE TO WORRY ABOUT THE OLD MAN... HIS LIPS ARE SEALED BUT GOOD!
LET'S HOPE THE POLICE... AND THE MEDIA, DO THE SAME!
THIS MUST BE THE PLACE
WOW... LOOK AT HIM. HE'S GONE GREY... AND BALD! HE LOOKS TO BE ABOUT THE SAME AGE AS MY AUNT MAY.
BUT IS IT BECAUSE HE'S GUILTY OR CAUSE HE'S BEING FRAMED?

MEANWHILE, A FAMILIAR FIGURE BREAKS INTO THE UNIVERSITY ANTIQUITIES DEPARTMENT.
HEH HEH HEH! WHILE ALL THE OTHER SUCKERS ARE BUSY ON THE OTHER SIDE OF CAMPUS, I'LL BE IN AND OUT OF HERE IN NO TIME!
THIS, DEAR SNEAK THIEF, IS JUST THE FIRST OF YOUR REALLY BIG SCORES! I'LL EVEN CLEAR ENOUGH TO SPRING FOR SOME COUGH SYRUP FOR THE BOSS...
...WHOEVER HE IS!
TALK ABOUT CAKE WALKS! WITH MY UNIQUE ABILITY TO REFRACT INFRARED LIGHT, I CAN WALTZ THROUGH VIRTUALLY ANY ALARM SYSTEM...
...EXCEPT ULTRA-VIOLET!
SNEAK-THIEF WILL BE THE NEXT BIG NAME IN COVERT BURGLARY, BABY!
LEARN TO LOVE IT!
WELL, WELL... WHAT'S THIS THAT MY SPIDERY EYES DOTH BEHOLD?
COULD IT BE? THE VERY SAME ANTIQUITIES BURGLAR CAUGHT IN THE ACT WITHIN MOMENTS OF MY ARRIVAL?
MUST BE ALL THAT CLEAN LIVING FINALLY PAYING OFF.
HERE'S TO U.S., MY PORCELAIN PRETTY...
...A KISS FOR LUCK.
PUT THE VASE DOWN, LADY...
...I HAVE IT ON GOOD AUTHORITY THAT IT ONLY THINKS OF YOU AS A FRIEND!
NO!

HEY, WHAT CAN I TELL YOU?
BREAKING UP IS HARD TO DO.
LAUGH WHILE YOU CAN.
BUT YOU'LL NEVER TAKE SNEAK THIEF IN ALIVE!!
THWIPP!
SOMETHING TELLS ME YOU'RE NEW TO THIS GAME.
WITHIN A MATTER OF SECONDS, I'VE WEBBED YOU TO THE SPOT AND I KNOW YOUR NAME. YOU'LL NEVER GET YOUR VILLAINS UNION CARD AT THIS RATE.
YOU ARROGANT...
...SADISTIC, WALL-CRAWLING TWERP!
I BET YOU SAY THAT TO ALL THE WALL CRAWLING TWERPS!
YOU WON'T BE LAUGHING WITH A MOUTH FULL OF BROKEN TEETH.
TELL YOU WHAT, WHY DON'T YOU PUT DOWN THE POTTERY AND I'LL BRING YOU TO A NICE, COZY POLICE STATION. WHO KNOWS...
...MAYBE YOU'LL IMPRESS THEM!
HUH? SPIDER-SENSE! SOMEBODY'S NEARBY, PLANNING SOMETHING PAINFUL!
GOT TO MOVE--NOW!
KA-BLAMMM!
UUGHH!
HOW! SERVES YOU RIGHT!

OWCH!
ONLY SUFFERED A FEW MINOR BRUISES...BUT WHAT HAPPENED?!
SNEAK THIEF!! ARE YOU ALL RIGHT?!
SHE IS FOR THE MOMENT, SPIDER-MAN.
ALTHOUGH I SERIOUSLY DOUBT SUCH STATUS WILL BE MAINTAINED ONCE THIS ARMOR PIERCING ROUND PENETRATES HER PRETTY LITTLE SKULL!
DON'T TELL ME...LET ME GUESS!
YOU'RE THE SPOILER!
APTLY NAMED...
...HE'S ALREADY SPOILED MY GOOD MOOD!
THAT'S NOTHING. WATCH WHAT I DO TO YOUR CONTINUED EXISTENCE...
...SPOILING THAT IS MY SPECIALTY!
YOU KNEW I'D BE KEEPING AN EYE ON YOU, SNEAK THIEF. YOU ALSO KNEW THIS 'EXAM' WAS GRADED ON PASS OR FAIL BASIS.
ANY LAST WORDS?
UUUHHHHH, "DO OVER"?!
I SUPPOSE YOU'VE GOT TO KILL ME, TOO, RIGHT?
YOU KNOW...I'VE SEEN YOU AND NOW I MUST DIE? THAT WHOLE GAME?

BOUNTY HUNTING YOU SPANDEX CREEPS AIN'T NO GAME TO WARRANT.
SNEAK THIEF IS HEAVILY BOUNTIED IN BOTH NEW YORK STATE AND ILLINOIS. SHE REPRESENTS A POSITIVE CAPITAL INFLUX. IF SPOILER HERE WERE TO END HER MISERABLE EXISTENCE, THAT WOULD GENERATE A NEGATIVE CASH FLOW
YOU, ON THE OTHER HAND, ARE MERELY AN ANNOYANCE.
SO, I'LL TELL YOU WHAT, SPOILER... DO WHAT YOU WANT TO THE SPIDER, BUT LEAVE THE GIRL ALONE!"
NO CAN DO, WARRANT.
IT'S MY SWORN DUTY TO TERMINATE WITH EXTREME PREJUDICE ANY AND ALL PERSONS WHO LAY EYES ON MYSELF OR ANY MEMBER OF MY ORGANIZATION.
GREAT! THE MACHO TWINS ARE ABOUT TO START SHOOTING THE PLACE UP--
--AND I STUPIDLY WEBBED SNEAK-THIEF TO THE FLOOR.
YOU'D THINK I'D BE BETTER AT THIS BY NOW.
NEXT ISSUE: SPOILER! WARRANT! THE JURY! ACTION! INTRIGUE! MYSTERY! EXPLOSIONS! OH, AND SPIDER-MAN, TOO!

BONUS PIN-UP PAGE!
WILD MAN
'94